

SILLS CUMMIS & GROSS P.C.

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Attorneys for the parties set forth on Exhibit 1 hereto

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

**JOINDER IN OPPOSITION TO TRUSTEE'S MOTION FOR
AN ORDER AFFIRMING TRUSTEE'S CALCULATIONS OF
NET EQUITY AND DENYING TIME-BASED DAMAGES**

The parties set forth on Exhibit 1 hereto (the "Joining Parties")¹ are parties in interest in the above-captioned cases. The Joining Parties hereby join in all objections, arguments and pleadings (collectively, the "Objections") filed in opposition to the Trustee's Motion for an Order Affirming Trustee's Calculations of Net Equity and Denying Time-Based Damages (the

¹ The Joining Parties are defendants in adversary proceeding no. 09-01172 (BRL) (the "Adversary Proceeding") commenced by Irving H. Picard, Trustee for the Substantively Consolidated SIPA Liquidation of Bernard L. Madoff Investment Securities LLC ("BLMIS") and the estate of Bernard L. Madoff. Some of the Joining Parties filed customer claims pursuant to SIPA in the BLMIS liquidation case.

“Motion”) [Docket No. 5038]. The Joining Parties request that, for the reasons set forth in the Objections and to be further presented at the hearing on the Motion, the Motion be denied.

The Joining Parties expressly reserve the right to supplement and/or amend this joinder and to present additional arguments at the hearing on the Motion and reserve all other rights, remedies, claims and defenses at law or in equity. The determination of the Motion should not prejudice any rights, claims or defenses of the Joining Defendants in the Adversary Proceeding. In addition, nothing contained in or omitted from this joinder should be deemed a waiver of, or deemed to prejudice, rights, claims, defenses or remedies of the Joining Parties in any other proceeding arising from or related to the above-captioned cases.

Dated: December 3, 2012

Respectfully submitted,

SILLS CUMMIS & GROSS P.C.

By: /s/ Andrew H. Sherman
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*Attorneys for the parties set forth on
Exhibit 1 hereto*

Exhibit 1

Mark Chais
Miri Chais
Wrenn Chais
William Chais
Emily Chasalow
Unicycle Trading Company
Unicycle Corporation
Unicycle Corporation Money Purchase Plan
Emily Chais Trust No. 2
Emily Chais Trust No. 3
Emily Chais 1983 Trust
Emily Chais Issue Trust No. 1
Emily Chais Issue Trust No. II
Benjamin Paul Chasalow Transferee Trust No. 1
Benjamin Paul Chasalow 1999 Trust
Rachel Allison Chasalow Transferee Trust No. 1
Rachel Allison Chasalow 1999 Trust
Justin Robert Chasalow Transferee Trust No. 1
Justin Robert Chasalow 1999 Trust
Onondaga, Inc. Defined Benefit Pension Plan
Onondaga, Inc. Money Purchase Plan
William Frederick Chais Trust No. 2
William Frederick Chais Trust No. 3
William Frederick Chais 1983 Trust
William Frederick Chais Issue Trust No. I
William Frederick Chais Issue Trust No. II
Madeline Chais Transferee Trust No. I
Madeline Celia Chais 1992 Trust
Chloe Frances Chais Transferee Trust No. I
Chloe Frances Chais 1994 Trust
Jonathan Chais Transferee Trust No. I
Jonathan Wolf Chais 1996 Trust
Mark Hugh Chais Trust No. 2
Mark Hugh Chais Trust No. 3
Mark Hugh Chais 1983 Trust
Mark Hugh Chais Issue Trust No. I
Mark Hugh Chais Issue Trust No. II
Tali Chais Transferee Trust No. I
Tali Chais 1997 Trust
Ari Chais Transferee Trust No. I
Ari Chais 1999 Trust
1994 Trust for the Children of Stanley and Pamela Chais
1996 Trust for the Children of Stanley and Pamela Chais
William & Wrenn Chais 1994 Family Trust
1999 Trust for the Grandchildren of Stanley and Pamela Chais
Chais Investments, Ltd.
Onondaga, Inc.
Chais Management, Ltd.
Chais Management, Inc.
Chais Venture Holdings